

Hearing Date and Time: August 26, 2008 10:00 a.m.  
Objection Deadline: August 20, 2008 4:00 p.m.

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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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**NOTICE OF HEARING ON DEBTORS' MOTION FOR AN ORDER  
PURSUANT TO BANKRUPTCY RULE 9019 APPROVING  
SETTLEMENT AMONG THE DEBTORS, FURUKAWA ELECTRIC  
NORTH AMERICA APD AND FURUKAWA ELECTRIC CO., LTD.**

PLEASE TAKE NOTICE that a hearing (the "Hearing") to consider the motion (the "Motion") of Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), for an Order pursuant to Rule 9019 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), approving the Settlement Agreement<sup>1</sup> annexed to the Motion as Exhibit "1" by and among the Debtors, Furukawa Electric

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<sup>1</sup> Capitalized terms used herein but not defined, shall have the meaning ascribed to them in the Motion.

North America APD and Furukawa Electric Co., Ltd., shall be conducted before the Honorable Robert D. Drain, at the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Room 610, New York, New York 10004, on August 26, 2008 at 10:00 a.m. (Prevailing Eastern Time), or as soon thereafter as counsel may be heard.

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Motion must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Southern District of New York, and the Order Under 11 U.S.C. §§ 102(1) And 105 And Fed. R. Bankr. P. 2002(m), 9006, 9007, And 9014 Establishing (I) Omnibus Hearing Dates, (II) Certain Notice, Case Management, And Administrative Procedures, And (III) Scheduling An Initial Case Conference In Accordance With Local Bankr. R. 1007-2(e) (the "Case Management Order") (Docket No. 245), as amended, (c) be filed with the Bankruptcy Court in accordance with General Order M-242 (as amended) – registered users of the Bankruptcy Court's case filing system must file electronically, and all other parties-in-interest must file on a 3.5 inch disk (preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format), (d) be submitted in hard-copy form directly to the chambers of the Honorable Robert D. Drain, United States Bankruptcy Judge, and (e) be served upon (i) Delphi Corporation, 5725 Delphi Drive, Troy, Michigan 48098 (Att'n: General Counsel), (ii) counsel to the Debtors, Skadden, Arps, Slate, Meagher & Flom LLP, 333 West Wacker Drive, Suite 2100, Chicago, Illinois 60606 (Att'n: John Wm. Butler, Jr.), (iii) conflicts counsel to the Debtors, Togut, Segal & Segal LLP, One Penn Plaza, Suite 3335, New York, New York 10119 (Att'n: Neil Berger, Esq.), (iv) counsel for the agent under the Debtors' prepetition credit facility, Simpson Thacher & Bartlett LLP, 425 Lexington Avenue, New York, New York 10017 (Att'n: Kenneth S. Ziman), (v)

counsel for the agent under the postpetition credit facility, Davis Polk & Wardwell, 450 Lexington Avenue, New York, New York 10017 (Att'n: Marlane Melican), (vi) counsel for the Official Committee of Unsecured Creditors, Latham & Watkins LLP, 885 Third Avenue, New York, New York 10022 (Att'n: Robert J. Rosenberg and Mark A. Broude), (vii) counsel for Furukawa Electric North America APD and Furukawa Electric Co., Ltd., Alston & Bird, LLP, 1201 West Peachtree Street, Atlanta, Georgia 30309-3424 (Att'n: Dennis J. Connolly, Esq.); (viii) counsel for SPCP Group, L.L.C., Drier LLP, 499 Aprk Avenue, 14th Floor, New York, New York 10022 (Att'n: Paul Traub, Esq., Maura I. Russell, Esq., Anthony B. Stumbo, Esq. and Wendy G. Marcari, Esq.); (ix) counsel for Goldman Sachs Credit Partners, L.P. c/o Goldman Sachs & Co., Richards Kibbe & Orbe LLP, One World Financial Center, New York, New York 10281-1003 (Att'n: Michael Friedman, Esq.) and (x) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, Suite 2100, New York, New York 10004 (Att'n: Alicia M. Leonhard), in each case so as to be received no later than 4:00 p.m. (Prevailing Eastern Time) on August 20, 2008 (the "Objection Deadline").

PLEASE TAKE FURTHER NOTICE that only those objections made as set forth herein and in accordance with the Case Management Order will be considered by the Bankruptcy Court at the Hearing. If no objections to the Motion are timely filed and

served in accordance with the procedures set forth herein and in the Case Management Order, the Bankruptcy Court may enter an order granting the Motion without further notice.

Dated: New York, New York  
August 6, 2008

DELPHI CORPORATION, *et al.*  
By their attorneys,  
TOGUT, SEGAL & SEGAL LLP  
By:

/s/ Neil Berger  
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